IN THE UNITED STATES BANKRUPTCY COURT

FOR THE DISTRICT OF ARIZONA

In re:	CASE NO. 2:11-bk-28944-DPC
Potential Dynamix LLC)	BUSINESS AND INDUSTRY MONTHLY OPERATING REPORT
)	MONTH OF Jun-21
)	DATE PETITION FILED: 10/13/2011
Debtor))	TAX PAYER ID NO. : 56-2571201
Nature of Debtor's Business: Internet Retail Sale	es
DATE DISCLOSURE STATEMENT FILI	ED <u>3/12/2013</u> TO BE FILED <u>N/A</u>
DATE PLAN OF REORGANIZATION FILI	ED <u>3/12/2013</u> TO BE FILED <u>N/A</u>
	THE FOLLOWING MONTHLY OPERATING REPORT AND RUE AND CORRECT TO THE BEST OF MY KNOWLEDGE. Chapter 11 Trustee
ORIGINAL SIGNATURE OF RESPONSIBLE PARTY	TITLE
Timothy H. Shaffer PRINTED NAME OF RESPONSIBLE PARTY PREPARER:	7/13/2021 DATE
ORIGINAL SIGNATURE OF PREPARER	Chapter 11 Trustee TITLE
Timothy H. Shaffer PRINTED NAME OF PREPARER	7/13/2021 DATE
PERSON TO CONTACT REGARDING	G THIS REPORT:
F	PHONE NUMBER: 602-469-5147
	ADDRESS: 8400 N Via Linda, Scottsdale, AZ

 $\textbf{FILE ORIGINAL REPORT ELECTRONICALLY WITH THE COURT, FILE PAPER COPY WITH U.S.\ TRUSTEE'S\ OFFICE \\$

Case Number: 2:11-bk-28944-DPC

CURRENT MONTH"S RECEIPTS AND DISBURSEMENTS

	Alliance Bank	Alliance Bank Wells Fargo Alliance Bank		
	DIP Ending 5614	DIP Ck 1617	DIP 5978	
	CLOSED	CLOSED		
Balance at Beginning of Period			\$580.61	\$580.61
RECEIPTS				
Cash Sales				
Accounts Receivable				
Loans and Advances				
Sale of Assets				
Transfers from Other DIP Accounts				
Other (attach list) Bank Fees Adjusted			\$0.02	\$0.02
TOTAL RECEIPTS			\$0.02	\$0.02
DISBURSEMENTS	1			
Business - Ordinary Operations				
Capitol Improvements				
Pre-Petition Debt				
Transfers to Other DIP Accounts				
Other (attach list)				
Bank Fees Adjustment				
Reorganization Expenses:				
Attorney Fees				
Accountant Fees				
Other Professional Fees (Bond)				
U. S. Trustee Quarterly Fee				
Court Costs				
TOTAL DISBURSEMENTS	-			
Palance at End of Month			\$580.63	\$580.63
Balance at End of Month *Information provided above should reconcile with	halance sheet and income	o statement amounts	ტე <u>ი</u> 0.03	φυου.03

^{*}Information provided above should reconcile with balance sheet and income statement amounts

DISBURSEMENTS FOR CALCULATING QUARTERLY FEES:	
Total Disbursements From Above	-
Less: Transfers to Other DIP Accounts	
Plus: Estate Disbursements Made by Outside Sources (payments from escrow; 2-party check; etc.)**	
Total Disbursements for Calculating Quarterly Fees	-

^{**}Rent paid by Trustee

	June 2021	May 2021	Apr 2021
Ordinary Income/Expense			
Income			
4500000 · Inventory Handling Services	0.00	0.00	0.00
4600000 · Merchandise Sales	0.00	0.00	0.00
Total Income	0.00	0.00	0.00
Cost of Goods Sold			
5210000 · Amazon Fees	0.00	0.00	0.00
5210500 · Amazon Transportation	0.00	0.00	0.00
5210500 · Amazon Transportation	0.00	0.00	0.00
5000000 · Other Internet Reseller Fees	0.00	0.00	0.00
5010000 · Cost of Product	0.00	0.00	0.00
501900 · Inventory Adjustment -Suppliers	0.00	0.00	0.00
5020000 · Cost of Freight-In	0.00	0.00	0.00
5022000 · Freight Out - Direct	0.00	0.00	0.00
Total COGS	0.00	0.00	0.00
Gross Profit	0.00	0.00	0.00
Expense			
6030000 · Payroll	0.00	0.00	0.00
6045000 · Employment Expenses	0.00	0.00	0.00
6070000 · Outside Services - Labor/Packaging	0.00	0.00	0.00
6070400 · Outside Services -Vendor Return	0.00	0.00	0.00
6070300 · Outside Services - Storage	0.00	0.00	0.00
6070500 · Outside Services - Fulfillment	0.00	0.00	0.00
6090000 · Packaging Supplies	0.00	0.00	0.00
6100000 · Rent Expense	0.00	0.00	0.00
6170000 · Computer and Internet Expenses	0.00	0.00	0.00
6200000 · Professional Fees	0.00	0.00	0.00
6300000 · Insurance Expense	0.00	0.00	0.00
6340000 · Interest Expense	0.00	0.00	0.00
6345000 · Depreciation Expense	0.00	0.00	0.00
6400000 · Office Supplies	0.00	0.00	0.00
6425000 · Supplies & Equipment	0.00	0.00	0.00
6430000 · Automobile Expense	0.00	0.00	0.00
6440000 · Dues & Subscriptions	0.00	0.00	0.00
6490000 · Travel	0.00	0.00	0.00
6494001 · Gifts	0.00	0.00	0.00
6495001 · Trade Shows/Seminars	0.00	0.00	0.00
6496001 · Security	0.00	0.00	0.00
6550000 · Licenses-Fees	0.00	0.00	0.00
6560000 · Taxes	0.00	0.00	0.00
6500000 · Utilities	0.00	0.00	0.00
6600000 · Janitorial Expense	0.00	0.00	0.00
6800000 · Telephone Expense	0.00	0.00	0.00
6900000 · Software & Programs	0.00	0.00	0.00
7100000 · Repairs and Maintenance	0.00	0.00	0.00
7200000 · Advertising and Promotion	0.00	0.00	0.00
7210000 · Vendor/Customer Relations	0.00	0.00	0.00
7300000 · Meals & Entertainment - Local	0.00	0.00	0.00
7500000 · Bank Charges	0.00	0.00	0.00
7600000 · Service Charges	0.00	0.00	0.00
7700000 · Amort Loan Origination Fees	0.00	0.00	0.00
7800000 · Uncollectible/Bad Debt	0.00	0.00	0.00
Total Expense	0.00	0.00	0.00

Potential Dynamix LLC Profit Loss

	June 2021	May 2021	Apr 2021
Net Ordinary Income	0.00	0.00	0.00
Other Income/Expense			
Other Income			
9020000 · Interest Income	0.02	0.03	0.02
9000000 · Other Income- Bank Fee Adjustment	0.00	0.00	0.00
Total Other Income	0.02	0.03	0.02
Other Expense			
8000020 · Moving Expenses	0.00	0.00	0.00
Other Expense	0.00	0.00	0.00
9000030 · Bankruptcy Related Legal Fees	0.00	0.00	0.00
9000010 · Bankruptcy Ch 11 trustee	0.00	0.00	0.00
9000011 · Trustee Fees	0.00	0.00	0.00
Total Other Expense	0.00	0.00	0.00
N∈ Net Other Income	0.02	0.03	0.02
	0.02	0.03	0.02

Potential Dynamix LLC Balance Sheet

	Schedule Amount	June 30, 2021	May 31, 2021	
SSETS				
Current Assets				
Checking/Savings				
1000003 · Wells Fargo Svngs 8242	0.00	0.00	0.00	
1000001 · BofA D-I-P 2055	0.00	0.00	0.00	
1000002 · Wells Fargo Chking 1617	0.00	0.00	0.00	
1100100 · Petty Cash	0.00	0.00	0.00	
1180000 · PayPal	0.00	0.00	0.00	
1120000 · Chase Checking 3960 - CLOSED	153.12	0.00	0.00	
1150000 · Bank of America 9343 - CLOSED	156.59	0.00	0.00	
Alliance Bank - Trustee Acct Chkg Closed	0.00	0.00	0.00	
Alliance Bank - Trustee Acct Saving	0.00	580.63	580.61	
Total Checking/Savings	309.71	580.63	580.61	
Accounts Receivable				
1200000 · Accounts Receivable	0.00	0.00	0.00	
Total Accounts Receivable	0.00	0.00	0.00	
Other Current Assets				
1300000 · Deposits	0.00	0.00	0.00	
1350000 · Prepaid Expenses	24,402.62	0.00	0.00	
1400000 · Inventory Asset, net of Reserve	584,349.57	0.00	0.00	
1400001 · Inventory - Packing Overhead	137,651.04	0.00	0.00	
1410000 · Factor Reserved Cash	-33,435.24	0.00	0.00	
1450000 · Shareholder Advances	89,892.76	14,892.76	14,892.76	
1460000 · Travel Advance	0.00	0.00	0.00	
Total Other Current Assets	802,860.75	14,892.76	14,892.76	
Total Current Assets	803,170.46	15,473.39	15,473.37	
Fixed Assets 1500000 · Furniture and Fixtures	9,650.00	0.00	0.00	
1510000 · Vehicles	22,607.44	0.00	0.00	
1520000 • Computer Equipment	68,263.19	0.00	0.00	
1530000 · Office Equipment	18,757.43	0.00	0.00	
1540000 · Warehouse/Branding Equipment	620.00	0.00	0.00	
1550000 · Software Development	57,700.00	0.00	0.00	
1590000 · Leasehold Improvements	11,852.63	0.00	0.00	
1700000 · Accumulated Depreciation	-64,834.03	0.00	0.00	
Total Fixed Assets	124,616.66	0.00	0.00	
Other Assets				
1930000 · Loan Origination Fees	15,625.00			
1970000 · Security Deposits Asset	8,958.13	0.00	0.00	

Potential Dynamix LLC Balance Sheet

	Schedule Amount	June 30, 2021	May 31, 2021
Total Other Assets	24,583.13	0.00	0.00
TOTAL ASSETS	952,370.25	15,473.39	15,473.37
LIABILITIES & EQUITY			
Liabilities			
Current Liabilities			
Accounts Payable			
2000000 · Accounts Payable	8,381,174.04	8,935,434.52	8,935,434.52
Total Accounts Payable	8,381,174.04	8,935,434.52	8,935,434.52
Credit Cards			
2090000 · American Express CC-12008	206,123.79	206,123.79	206,123.79
2100000 · American Express CC 81000	5,662.33	5,509.35	5,509.35
2110000 · Bank of America CC 4003	30,331.41	31,084.52	31,084.52
2120000 · Chase MC CC 4538	41,047.81	40,868.70	40,868.70
2130000 · American Express CC-21004	4,055.97	4,055.97	4,055.97
2140000 · BofA Visa 0579 - CLOSED	0.00	0.00	0.00
2150000 · Sam's Discover CC	22,004.88	20,414.09	20,414.09
Total Credit Cards	309,226.19	308,056.42	308,056.42
Other Current Liabilities			
2561000 · Accrued Payroll	0.00		
2220000 · Factor Advance	55,214.65		
2223000 · TAB Inventory Loan	553,741.72		
2550000 · Sales Tax Payable	3,569.27		
2560000 · Payroll Taxes Payable	0.00		
2600000 · Accrued Liabilites	11,941.61	187,368.02	187,368.02
2611000 · Accrued Interest	3,681.28		
2650000 · Vehicle Loans - Current	580.77	0.00	0.00
Total Other Current Liabilities	628,729.30	187,368.02	187,368.02
Total Current Liabilities	9,319,129.53	9,430,858.96	9,430,858.96
Long Term Liabilities			
2852000 · LT Portion of Ally Van Loan	12,279.70		
Total Long Term Liabilities	12,279.70	9,430,858.96	9,430,858.96
Total Liabilities	9,331,409.23	9,430,858.96	9,430,858.96
Equity			
3005000 · Additional Paid In Capital	15,114.41	15,114.41	15,114.41
3010000 · Capital Stock	100.00	100.00	100.00
3200000 · Retained Earnings	-9,429,557.23	-9,430,600.00	-9,430,600.03
Net Income	-5,116,579.04	0.02	0.03
Total Equity	-8,379,038.98	-9,415,385.57	-9,415,385.59
TOTAL LIABILITIES & EQUITY	952,370.25	15,473.39	15,473.37

STATUS OF ASSETS

*Information provided on this page should reconcile with balance sheet amounts

1 1 3				
ACOUNTS RECEIVABLE	TOTAL	0-30 Days	31-60 Days	60+ Days
Total Accounts Receivable	0.00	0	0	0
Less Amount Considered Uncollectible	0	0	0.00	0
Net Accounts Receivable	0	0	0.00	0

DUE FROM INSIDER		
Schedule Amount	\$89,892.76	
Plus: Amount Loaned Since Filing Date	\$0.00	
Less: Amount Collected Since Filing Date	\$89,892.76	*Earned
Less: Amount Considered Uncollectible	\$0.00	
Net Due From Insiders	\$0.00	

INVENTORY **Total Consignment Inventory:** Beginning Inventory \$79,669.24 \$0 Plus: Purchases \$0.00 Property Held at Amazon for Benefit Less: Cost of Goods Sold (\$79,669.24)of Third Party Sellers: Ending Inventory before Reserve \$0.00 \$0

Date Last Inventory was taken:

FIXED ASSETS	SCHEDULE AMOUNT	ADDITIONS	DELETIONS	CURRENT	AMOUNT
Real Property					
Buildings					
Accumulated Depreciation					
Net Buildings					
Equipment	87640.62				0
Accumulated Depreciation	-87640.62	0			0
Net Equipment	0				0
Autos/Vehicles	22607.44				0
Accumulated Depreciation	-22607.44	0			0
Net Autos/Vehicles	0				0

Provide a description	i oi lixed assets added of	deleted during the repo	orting period; include the d	ate of Court orde

STATUS OF LIABILITIES AND SENSITIVE PAYMENTS

*Information provided on this page should reconcile with balance sheet and disbursement detail amounts

POST-PETITION LIABILITIES	TOTAL	0-30 Days	31-60 Days	61-90 Days	91+ Days
Accounts Payable *	\$85,150.14	\$0.00	\$0.00	\$0.00	\$85,150.14
Taxes Payable	\$0.00				
Notes Payable	\$0.00				
Professional Fees Payable	\$0.00				
Secured Debt	\$0.00				
Other (attach list)	\$186,722.84	\$0.00	\$0.00	\$0.00	\$186,722.84
Total Post-Petition Liabilities	\$271,872.98	\$0.00	\$0.00	\$0.00	\$271,872.98

^{*}DEBTOR MUST ATTACH AN AGED ACCOUNTS PAYABLE LISTING

PAYMENTS TO INSIDERS AND PROFESSIONALS

Insiders				
Name	Reason for Payment	Amount Paid this Month	Total Paid to Date	
Dan Bellino	Payroll	\$0.00	\$224,507.74	
Total Payments to Insiders				

Professionals					
Name	Date of Court Order Authorizing Payment	Amount Approved	Amount Paid this Month	Total Paid to Date	
Total Payments to Professionals			\$0.00		

CASE STATUS

QUESTIONAIRE

	YES	NO
Have any funds been disbursed from any accounts other than a Debtor-in-Possession account?		Χ
Are any post-petition receivables (accounts, notes or loans) due from related parties?		Х
Are any wages past due?		X
Are any U. S. Trustee quarterly fees delinquent?	Х	

Are any U. S. Trustee quarterly fee	es delinquent?			Χ	
Provide a detailed explanation of	any "YES" answers to the	above questions: (atta	nch additional sheets if	needed)	
Debtor is not operating and pursuing	g litigation. It has insufficie	ent funds to pay US Tru	stee Fees. However, it	is anticipa	ited that
it have sufficient funds upon resolut	ion of litigation.				
•	<u> </u>				
Current number of employees:	0				
INSURANCE					
Carrier & Policy Number	Type of Policy	Period Covered	Payment Amount & Frequency		
What steps have been taken to re Company has ceased operations ar	• •	ch brought on the cha	apter 11 filing?		
Identify any matters that are dela	ying the filing of a plan	of reorganization:			
Litigation relating to Stay Violations,	damages, and Missing In	ventory Claims			
Trial argued in mid February, 2021.	Final Briefing submitted in	n April, 2021. Awaiting [Decision.		

Case No.	2:11-bk-28944-DPC
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DISBURSEMENT DETAIL

Month:	June, 2021
Account #	5978

Bank Name Alliance Savings

		ctronic Disbursements	
Date	Payee	Purpose	Amount
	NONE		
	+		
	TOTAL FLECT	RONIC DIBURSEMENTS (THIS ACCO	UNT) \$0

DISBURSEMENT DETAIL

CONTINUATION SHEET

Month:	June, 2021
Account #	5978

Bank Name Alliance Savings

CHECKS ISSUED				
Check Number	Date	Payee	Purpose	Amount
		NONE		
		_		
		_		
		•	TOTAL CHECKS (THIS ACCOUNT)	\$0.0

RECEIPT DETAIL

Month:	June, 2021
Account #	5978

Bank	Name	Alliance Savings

	RECEIPTS				
Date	Source	Purpose	Amount		
06/30/202	1 Alliance Bank	Interest	\$0.02		

TOTAL RECEIPTS - THIS ACCOUNT	\$0.02



Alliance Bank of Arizona, a division of Western Alliance Bank. Member FDIC.

PO Box 26237 • Las Vegas, NV 89126-0237

Return Service Requested

POTENTIAL DYNAMIX LLC CHAPTER 11 DIP CASE#2-11-BK-28944-CGC TIMOTHY H SHAFFER TRUSTEE 6929 N HAYDEN RD STE C4-402 SCOTTSDALE AZ 85250-7258 Last statement: May 31, 2021 This statement: June 30, 2021 Total days in statement period: 30

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Direct inquiries to: 877-273-2265

Alliance Bank Of Arizona 2701 E Camelback Road Ste 110 Phoenix AZ 85016

EFFECTIVE AUGUST 1, 2021 THE EXCESS WITHDRAWAL FEE LIMITS WILL CHANGE ON MONEY MARKET ACCOUNTS AND APPLY TO ALL WITHDRAWALS OVER THE LIMIT OF 6 PER MONTHLY CYCLE. WITHDRAWALS AND TRANSFERS MADE AT ATMS WILL BE EXEMPT FROM THIS LIMITATION. THE FEE WILL REMAIN AT \$25.00 PER TRANSACTION OVER THE LIMIT. IF YOU HAVE QUESTIONS PLEASE CONTACT YOUR BRANCH OR CLIENT CARE AT 602-995-2265.

Business Money Market

Account number	XXXXXX5978	Beginning balance	\$580.61
Low balance	\$580.61	Total additions	.02
Average balance	\$580.61	Total subtractions	0.00
Avg collected balance	\$580	Ending balance	\$580.63
Interest paid year to date	\$0.14	-	

CREDITS

Date	Description	Additions
06-30	' Interest Credit	.02

DAILY BALANCES

Date	Amount	Date	Amount	Date	Amount
05-31	580.61	06-30	580.63		

INTEREST INFORMATION

Annual percentage yield earned 0.04% Interest-bearing days 30 Average balance for APY \$580.61 Interest earned \$0.02

OVERDRAFT/RETURN ITEM FEES

	Total for this period	Total year-to-date
Total Overdraft Fees	\$0.00	\$0.00
Total Returned Item Fees	\$0.00	\$0.00

Thank you for banking with Alliance Bank Of Arizona

To Reconcile Your Checking Account:

- Subtract from your checkbook balance any service charge, fees, preauthorized automatic payments or transfers, withdrawals (including ATM)
 which have been deducted on this statement.
- Compare and check off paid checks against your checkbook record. Note: An * on your statement indicates a break in check sequence.
- 3. List checks not accounted for in the section marked "Checks Outstanding" and complete the statement of reconciliation.

CHECKS OUTSTANDING			STATEMENT OF RECONCILIATION				
Number	Amount	Number	Amount	Number	Amount	Ending balance from this statement \$	
						ADD deposits made but not shown on this statement	
						SUB TOTAL	
						SUBTRACT TOTAL CHECKS OUTSTANDING	
TOTAL CHECKS OUTSTANDING \$		\$	TOTAL Should agree with your checkbook balance	\$			

If the total does not agree with your checkbook balance, the difference may be located by (1) checking the addition and subtraction in your checkbook record, (2) making sure each check and deposit was entered correctly in your record, (3) reviewing each step in the balancing procedure.

IMPORTANT INFORMATION ABOUT REVIEWING YOUR STATEMENT

You are responsible for promptly examining your statement each statement period and reporting any irregularities to us. The periodic statement will be considered correct for all purposes and we will not be liable for any payment made and charged to your Account unless you notify us in writing within certain time limits after the statement and checks are made available to you. We will not be liable for any check that is altered or any signature that is forged unless you notify us within thirty (30) calendar days after the statement is made available. Also, we will not be liable for any subsequent items paid, in good faith, containing an unauthorized signature or alteration by the same wrongdoer unless you notify us within thirty (30) calendar days after the statement is made available. If you have requested us to hold your Account statements, we have the right to mail your statements if you have not claimed them within thirty (30) calendar days. If we truncate your checks or provide you with an image of your checks, you understand that your original checks will not be returned to you with your statement. You agree that our retention of checks does not alter or waive your responsibility to examine your statements or change the time limits for notifying us of any errors.

IN CASE OF ERRORS OR QUESTIONS ABOUT YOUR ELECTRONIC TRANSFERS

Write us at One E Washington Street, Suite 100, Phoenix, AZ 85004, telephone us at (877) 273-2265 or E-mail us at inquiries@alliancebankofarizona.com as soon as you think your statement or receipt is wrong or if you need more information about a transfer on this statement. We must hear from you no later than 60 days after we sent you the FIRST statement on which the error or problem appeared. In your letter:

- Tell us your name and account number.
- Describe the error or the transfer you are unsure about, and explain as clearly as you can why you believe it is an error or why you need more information.
- Tell us the dollar amount of the suspected error.

We will investigate your complaint and will correct any error promptly. If we take more than 10 business days to do this (or 20 business days for a new account), we will credit your account for the amount you think is in error, so that you will have the use of the money during the time it takes us to complete our investigation.

METHOD USED TO DETERMINE THE BALANCE ON WHICH THE INTEREST CHARGE WILL BE COMPUTED

Revolving Lines of Credit- We figure the interest charge on your account by applying the periodic rate to the "daily balance" of your account for each day in the billing cycle. To get the "daily balance" we take the beginning balance of your account each day, add any new advances and fees and subtract any unpaid interest charges and any payments or credits. This gives us the daily balance.

The Annual Percentage Rate and Daily Periodic Rate may vary. IN CASE OF ERRORS OR QUESTIONS ABOUT YOUR STATEMENT

If you think there is an error on your statement, write to us at: Western Alliance Bank, 2701 E. Camelback Rd. Suite 110, Phoenix, AZ 85016 In your letter, give us the following information:

- · Account information: Your name and account number.
- · Dollar amount: The dollar amount of the suspected error.
- Description of Problem: If you think there is an error on your bill, describe what you believe is wrong and why you believe it is a mistake.

You must contact us within 60 days after the error appeared on your statement. You must notify us of any potential errors in writing. You may call us, but if you do we are not required to investigate any potential errors and you may have to pay the amount in question. While we investigate whether or not there has been an error, the following are true:

- We cannot try to collect the amount in question, or report you as delinquent on that amount.
- *The charge in question may remain on your statement, and we may continue to charge you interest on that amount. But, if we determine that we made a mistake, you will not have to pay the amount in question or any interest or other fees related to that amount.
- While you do not have to pay the amount in question, you are responsible for the remainder of your balance.
- We can apply any unpaid amount against your credit limit.

NOTICE OF FURNISHING NEGATIVE INFORMATION-We may report information about your account to credit bureaus. Late payments, missed payments, or other defaults on your account may be reflected in your credit report.

DIRECT DEPOSITS-If you have arranged to have direct deposits made to your account at least once every 60 days from the same person or company, you can call us at (877) 273-2265 to find out if the deposit has been made.